

ORIGINAL

DOCKET FILE COPY ORIGINAL

Before The
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In re Applications of) MM Docket No. 99-153
READING BROADCASTING, INC.) File No. BRCT-940407KF
For Renewal of License of)
Station WTVE(TV), Channel 51)
Reading, Pennsylvania)
and)
ADAMS COMMUNICATIONS CORPORATION) File No. BPCT-940630KG
For Construction Permit for a New)
Television Station to Operate on)
Channel 51, Reading, Pennsylvania)
To: Magalie Roman Salas, Secretary
for direction to
The Honorable Richard L. Sippel
Administrative Law Judge

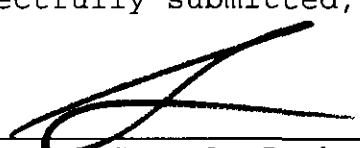
RECEIVED
JUL 23 1999
FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

SUPPLEMENT TO
PRELIMINARY MOTION OF ADAMS COMMUNICATIONS CORPORATION

In support of the statement at page 6 of the Preliminary Motion filed yesterday, i.e., "Many of the RBI stockholders remained as such.", attached is a copy of information contained in Form 316 application BTC-910814KE. It is unclear if this application was ever consummated or was replaced by Form 315 BTC-911113KH attached as Appendix B to our Preliminary Motion. However, a comparison of the RBI stockholders both before and after the transactions in the attached Form 316 material with the list of transferees in the Form 315 application supports the accuracy of the quoted statement.

Respectfully submitted,

No. of Copies rec'd 076
List ABCDE


Gene A. Bechtel



Harry F. Cole

Bechtel & Cole, Chartered
Suite 250, 1901 L Street, N.W.
Washington, D.C. 20036
Telephone 202-833-4190
Telecopier 202-833-3084

Counsel for Adams Communications
Corporation

July 23, 1999

UNITED STATES OF AMERICA
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

File No.(s): BTCCT-910814KE

Class of station(s): TV

<input type="checkbox"/> CONSENT TO ASSIGNMENT: <input checked="" type="checkbox"/> CONSENT TO TRANSFER CONTROL: <input type="checkbox"/> CONSENT TO TRANSFER STOCK: Whereby of Control by is effected.	FROM Reading Broadcasting, Inc. (as Debtor-in-Possession)
	TO Reading Broadcasting, Inc.
Licensee/Permittee: (for transfer only) Reading Broadcasting, Inc. (as Debtor-in-Possession)	

CALL SIGN(s)

WTVE(TV)

STATION LOCATION(s)

Reading, PA

AUXILIARY STATION(s) (for assignments only)

N/A

Under authority of the Communications Act of 1934, as amended, the consent of the Federal Communications Commission is hereby granted to the transaction indicated above.

The Commission's consent to the above is based on the representations made by the applicants that the statements contained in, or made in connection with, the application are true and that the undertakings of the parties upon which this transaction is authorized will be carried out in good faith.

The actual consummation of voluntary transactions shall be completed within 60 days from the date hereof, and notice in letter form thereof shall promptly be furnished the Commission by the buyer showing the date the acts necessary to effect the transaction were completed. Upon furnishing the Commission with such written notice, this transaction will be considered completed for all purposes related to the above described station(s).

FCC Form 323 (Ownership Report), must be filed within 30 days after consummation, by the licensee/permittee or assignee.

ADDITIONAL REQUIREMENTS FOR ASSIGNMENTS ONLY:

Upon consummation the assignor must deliver the permit/license, including any modifications thereof to the assignee.

It is hereby directed that, upon consummation, a copy of this consent be posted with the station authorization(s) as required by the Commission's Rules and Regulations.

The assignee is not authorized to construct nor operate said station(s) unless and until notification of consummation in letter form has been forwarded to the Commission.

Dated: August 27, 1991

FEDERAL
COMMUNICATIONS
COMMISSION



FCC 732
March 1983

meh Issued: 08-28-91

DUPLICATE

Approved by OMB
3060-0009
Expires 4/30/90

UNITED STATES OF AMERICA
FEDERAL COMMUNICATIONS COMMISSION
Washington, D. C. 20554

APPLICATION FOR CONSENT TO ASSIGNMENT OF
RADIO BROADCAST STATION CONSTRUCTION PERMIT OR
LICENSE OR TRANSFER OF CONTROL OF CORPORATION
HOLDING RADIO BROADCAST STATION CONSTRUCTION
PERMIT OR LICENSE

(Short Form)

APPLICANT SHOULD NOT USE THIS BOX

GENERAL INSTRUCTIONS

A. This form is to be used when applying for authority for Assignment of a Radio Broadcast Station Construction Permit or License or for Consent to Transfer of Control of Corporation Holding Radio Broadcast Station Construction Permit or License where:

1. There is an assignment from an individual or individuals (including partnerships) to a corporation owned and controlled by such individuals or partnerships without any substantial change in their relative interests.
 2. There is an assignment from a corporation to its individual stockholders without effecting any substantial change in the disposition of their interests.
 3. There is an assignment or transfer by which certain stockholders retire, provided that the interest transferred is not a controlling one.
 4. There is a corporate reorganization which involves no substantial change in the beneficial ownership of the corporation.
 5. Where there is an assignment or transfer from a corporation to a wholly owned subsidiary thereof or vice versa, or where there is an assignment from a corporation to a corporation owned or controlled by the assignor stockholders without substantial change in their interests.
 6. There is an assignment of less than a controlling interest in a partnership.
 7. There is an involuntary transfer to an Executor, Administrator or other court appointed officer caused by death or legal disability. (Note: This form does not cover assignments (or transfers) from the Executor, Administrator or other court appointed officers to the ultimate beneficiary.)
- B. The Commission reserves the right to require refiling of the application on Forms 314 or 315 if in its judgement this form does not apply to the assignment or transfer when approval is sought.
- C. Number exhibits serially in the space provided in the body of the form and list each exhibit in the space provided on the back of this sheet. Date each exhibit.
- D. The names of the applicants shall be the exact corporate names, if corporations; if partnerships, the names of all partners and the names under which the partnerships do business; if unincorporated associations, the names of executive officers, their offices, and names of the associations.
- E. Information called for by this application which is already on file with the Commission need not be refilled in this application provided (1) the information is now on file in another or FCC form filed by or on behalf of these applicants; (2) the information is identified fully by reference to the file number (if any), the FCC form number, and the filing date of the application or other form containing the information and the page or paragraph referred to and (3) after making the reference, the applicants state: "No change since date of filing." Any such reference will be considered to incorporate into this application all information, confidential or otherwise, contained in the application or other form referred to. The incorporated application or other form will thereafter, in its entirety, be open to the public.
- F. This application shall be personally signed by the applicant, if the applicant is an individual; by one of the partners, if the applicant is a partnership; by an officer, if the applicant is a corporation; by a member who is an officer, if the applicant is an unincorporated association; or by the applicant's attorney in case of the applicant's physical disability or of his absence from the United States. The attorney shall, in the event he signs for the applicant, separately set forth the reason why the application is not signed by the applicant. In addition, if any matter is stated on the basis of the attorney's belief only (rather than his knowledge), he shall separately set forth his reasons for believing that such statements are true.
- G. PREPARE AND FILE THREE COPIES OF THIS FORM AND ALL EXHIBITS WITH FEDERAL COMMUNICATIONS COMMISSION, WASHINGTON, D. C. 20554.
- H. BE SURE ALL NECESSARY INFORMATION IS FURNISHED AND ALL PARAGRAPHS ARE FULLY ANSWERED. IF ANY PORTIONS OF THE APPLICATION ARE NOT APPLICABLE, SPECIFICALLY SO STATE. DEFECTIVE OR INCOMPLETE APPLICATIONS MAY BE RETURNED WITHOUT CONSIDERATION.

File No. BRCT-910314KE

1. Application for: (Check One)

☐ Consent to Assignment

☒ Consent to Transfer of Control

2. Name and post office address of assignor (or transferor)

Reading Broadcasting, Inc.
(as Debtor-in-Possession)
1729 North 11th Street
Reading, PA 19604

3. Send notices and communications to the following-named person at the post office address indicated

See Item 15

4. Name and post office address of assignee (or transferee)

Reading Broadcasting, Inc.
1729 North 11th Street
Reading, PA 19604

5. Name and post office address of licensee (or permittee)

Reading Broadcasting, Inc.
(as Debtor-in-Possession)
1729 North 11th Street
Reading, PA 19604

6. Authorization which is proposed to be assigned or transferred:

Call Letters

Location

WTVE

Reading, PA

Class of station
(AM-FM-TV)

File Number

TV

BRCT-840402KT

7. Authorizations of any Remote Pickup, STL, SCA, or other stations held by licensee (or permittee) which are to be assigned or transferred:

Call letters

See Exhibit 1

8. State file numbers of any other pending applications which involve the licensee (or permittee)

BRCT-890328KI

9. Attach as Exhibit No. 2 a full narrative statement of the circumstances leading to the assignment (or transfer) and the reasons therefor. Fill out Item 15 to show the disposition of stock partnership interests both before and after the proposed assignment (or transfer). The name, residence, citizenship and office, if any, of each stockholder (or partner) should also be shown.

10.a. If the assignment (or transfer) is voluntary:

- (1) Attach as Exhibit No. 3 all contracts, agreements or understandings (the substance of oral agreements should be reduced to writing) by which the stock (or other interest) is transferred.

b. If the assignment (or transfer) is involuntary:

- (1) In the case of bankruptcy, or legal disability of the assignor (or transferor), attach as Exhibit No. _____ certified copy of all court orders pertaining to the assignment (or transfer).
- (2) In case of death of the assignor (or transferor), attach as Exhibit

No. _____ the Will or Letters Testamentary and all pertinent court orders.

11. Attach as Exhibit No. _____ a statement showing the consideration or thing of value, if any, which is to be given for the stock or interest being assigned (or transferred). If the consideration is monetary, this statement should indicate exactly to whom it is being paid.

See Exhibit 2

12. Attach as Exhibit No. _____ a statement showing other broadcast interests of each new stockholder or partner.

N/A

13. Does the assignee (or transferee) propose to continue present program policies and schedules without substantial change? Yes ☒ No ☐

If the answer is "No", attach as Exhibit No. _____ a full statement showing a percentage breakdown in terms of types of programs, a composite week breakdown, a specific statement as to the amount of time to be used for commercial programs and a narrative account of new or proposed program policies.

14. In the following table, in all cases, the interest held before and after transfer must be given in terms of percentages. In the case of corporations, the interest must be stated in terms of shares of stock held as well as the percentage equivalent thereof.

NAME AND RESIDENCE OF STOCKHOLDER, PARTNER, ETC. (CITY AND STATE ONLY)	CITIZENSHIP	INTEREST HELD				TOTAL SHARES OUTSTANDING IF A CORPORATION	
		Before Transfer or Assignment		After Transfer or Assignment		Before Transfer or Assignment	After Transfer or Assignment
		Shares	%	Shares	%		
See Exhibit 2							

15. If legal counsel were employed in the preparation or presentation of this application, give name and mailing address

For assignor (or transferor)

Paula G. Friedman, Sidley & Austin

1722 Eye Street, N.W., Washington, D.C. 20006

For assignee (or transferee)

Paula G. Friedman, Sidley & Austin

1722 Eye Street, N.W., Washington, D.C. 20006

The applicants waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and request consent to assignment of this license or transfer of control over the licensee corporation in accordance with this application. (See Section 304 of the Communications Act of 1934). The applicants represent that this application is not filed for the purpose of impeding, obstructing, or delaying determination on any other application with which it may be in conflict. All the statements made in this application and attached exhibits are considered material representations, and all the exhibits are a material part hereof and are incorporated herein as if set out in full in this application. The applicants, or the undersigned on the applicants' behalf, state that they endeavored to supply full and correct information as to all matters which are relevant to this application and that they have done so as to all matters within their own knowledge.

CERTIFICATION

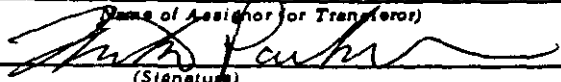
I certify that the statements in this application are true, complete, and correct to the best of my knowledge and belief, and are made in good faith.

Reading Broadcasting, inc.

(as Debtor-in-Possession)

Name of Assignor (or Transferor)

By




(Signature)

Title President Date 8/7/91

Reading Broadcasting, Inc.

Name of Assignee (or Transferee)

By



(Signature)

Title President Date 8/7/91

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND IMPRISONMENT. U.S. CODE, TITLE 18, SECTION 1001.

FCC NOTICE TO INDIVIDUALS REQUIRED BY THE PRIVACY ACT AND THE PAPERWORK REDUCTION ACT

The solicitation of personal information requested in this application is authorized by the Communications Act of 1934, as amended.

The principal purpose(s) for which the information will be used is to determine if the benefit requested is consistent with the public interest.

The staff, consisting variously of attorneys, accountants, engineers, and application examiners, will use the information to determine whether the application should be granted, denied, dismissed, or designated for hearing.

If all the information requested is not provided, the application may be returned without action having been taken upon it or its processing may be delayed while a request is made to provide the missing information. Your response is required to obtain this authority.

Accordingly, every effort should be made to provide all necessary information.

THE FOREGOING NOTICE IS REQUIRED BY THE PRIVACY ACT OF 1974, P.L. 93-579, DECEMBER 31, 1974, 5 U.S.C. 552 a (e)(3), AND THE PAPERWORK REDUCTION ACT OF 1980, P.L. 96-511, DECEMBER 11, 1980, 44 U.S.C. 3507.

EXHIBITS furnished as required by this form

EXHIBIT NO.	QUESTION NO. OF FORM	NAME OF OFFICER OR EMPLOYEE (1) BY WHOM OR (2) UNDER WHOSE DIRECTION EXHIBIT WAS PREPARED (SHOW WHICH)	OFFICIAL TITLE
1	7	Micheal L. Parker (2)	President
2	9,11,14	Micheal L. Parker (2)	President
3	10	Micheal L. Parker (2)	President

Approved by OMB
3060-0440
Expires 2/28/93

FEDERAL COMMUNICATIONS COMMISSION
FEE PROCESSING FORM

FOR
FCC
USE
ONLY

FCC/MELLON AUG 14 1991

08-15-91 8350655 001

Please read instructions on back of this form before completing it. Section I MUST be completed. If you are applying for concurrent actions which require you to list more than one Fee Type Code, you must also complete Section II. This form must accompany all payments. Only one Fee Processing Form may be submitted per application or filing. Please type or print legibly. All required blocks must be completed or application/filing will be returned without action.

SECTION I

APPLICANT NAME (Last, first, middle initial)

Reading Broadcasting, Inc. as Debtor-in-Possession

MAILING ADDRESS (Line 1) (Maximum 35 characters - refer to Instruction (2) on reverse of form)

c/o Paula G. Friedman, Esq. (Applicant's Attorney)

MAILING ADDRESS (Line 2) (If required) (Maximum 35 characters)

Sidley & Austin, 1722 Eye Street, N.W.

CITY

Washington, D.C.

STATE OR COUNTRY (If foreign address)

ZIP CODE

20006

CALL SIGN OR OTHER FCC IDENTIFIER (If applicable)

WTVE (TV)

Enter in Column (A) the correct Fee Type Code for the service you are applying for. Fee Type Codes may be found in FCC Fee Filing Guides. Enter in Column (B) the Fee Multiple, if applicable. Enter in Column (C) the result obtained from multiplying the value of the Fee Type Code in Column (A) by the number entered in Column (B), if any.

(A)	(B)	(C)									
FEE TYPE CODE	FEE MULTIPLE (if required)	FEE DUE FOR FEE TYPE CODE IN COLUMN (A)	FOR FCC USE ONLY								
(1) <table border="1"><tr><td>M</td><td>D</td><td>T</td></tr></table>	M	D	T	<table border="1"><tr><td></td><td></td><td></td><td></td></tr></table>					<table border="1"><tr><td>\$ 80.00</td></tr></table>	\$ 80.00	
M	D	T									
\$ 80.00											

SECTION II — To be used only when you are requesting concurrent actions which result in a requirement to list more than one Fee Type Code.

(A)	(B)	(C)									
FEE TYPE CODE	FEE MULTIPLE (if required)	FEE DUE FOR FEE TYPE CODE IN COLUMN (A)	FOR FCC USE ONLY								
(2) <table border="1"><tr><td></td><td></td><td></td></tr></table>				<table border="1"><tr><td></td><td></td><td></td><td></td></tr></table>					<table border="1"><tr><td>\$</td></tr></table>	\$	
\$											
(3) <table border="1"><tr><td></td><td></td><td></td></tr></table>				<table border="1"><tr><td></td><td></td><td></td><td></td></tr></table>					<table border="1"><tr><td>\$</td></tr></table>	\$	
\$											
(4) <table border="1"><tr><td></td><td></td><td></td></tr></table>				<table border="1"><tr><td></td><td></td><td></td><td></td></tr></table>					<table border="1"><tr><td>\$</td></tr></table>	\$	
\$											
(5) <table border="1"><tr><td></td><td></td><td></td></tr></table>				<table border="1"><tr><td></td><td></td><td></td><td></td></tr></table>					<table border="1"><tr><td>\$</td></tr></table>	\$	
\$											
ADD ALL AMOUNTS SHOWN IN COLUMN C, LINES (1) THROUGH (5), AND ENTER THE TOTAL HERE. THIS AMOUNT SHOULD EQUAL YOUR ENCLOSED REMITTANCE.			<table border="1"><tr><td>TOTAL AMOUNT REMITTED WITH THIS APPLICATION OR FILING</td></tr><tr><td>\$ 80.00</td></tr></table>	TOTAL AMOUNT REMITTED WITH THIS APPLICATION OR FILING	\$ 80.00	<table border="1"><tr><td>FOR FCC USE ONLY</td></tr><tr><td>80.00</td></tr></table>	FOR FCC USE ONLY	80.00			
TOTAL AMOUNT REMITTED WITH THIS APPLICATION OR FILING											
\$ 80.00											
FOR FCC USE ONLY											
80.00											

APPLICATION FOR CONSENT
TO TRANSFER OF CONTROL
FCC FORM 316
ITEMS 9, 11, 14

EXHIBIT 2

The instant application requests consent to the pro forma transfer of control of Reading Broadcasting, Inc., as debtor-in-possession, licensee of WTVE(TV), Reading, Pennsylvania, to Reading Broadcasting, Inc. ("Reading"). In 1986, three of Reading's creditors filed a petition with the United States District Court for the Eastern District of Pennsylvania seeking special relief under Chapter 11 of the Bankruptcy Code. Reading did not contest the petition, and the court placed Reading into reorganization as a debtor-in-possession, permitting Reading to remain in control and possession of its businesses throughout the reorganization. On April 29, 1988, the Commission granted Reading's application for consent to the involuntary transfer of control of WTVE(TV) from Reading to Reading Broadcasting, Inc., as debtor-in-possession (FCC File No. BTCCT-880411KF). The change in the status of Reading to that of a debtor-in-possession resulted in no change in the ownership or control of Reading.

The stock of Reading prior to the transfer of control of WTVE to Reading Broadcasting, Inc., as debtor-in-possession, was held as follows:

NAME AND RESIDENCE OF STOCKHOLDER	CITIZENSHIP AND OFFICE HELD	INTEREST HELD PRIOR TO INVOLUNTARY TRANSFER OF CONTROL Shares	%
Henry N. Aurandt, M.D. Helen K. Aurandt Wernersville, PA	USA President	18,000	36%
Robert A. Denby, M.D. West Lawn, PA	USA Vice President/ Treasurer	5,000	10%
Sergio Proserpi, M.D. Reading, PA	USA Vice President	2,000	4%
Jack A. Linton Nancy A. Linton Reading, PA	USA Secretary	1,000	2%
Irvin Cohen Reading, PA	USA	4,000	8%
Roger N. Longenecker, M.D. L. Carole Longenecker Leesport, PA	USA	2,500	5%
Ralph H. Tietbohl, M.D. Sinking Spring, PA	USA	2,500	5%
Ted Verbinski, M.D. Patricia J. Verbinski Wyomissing, PA	USA	2,500	5%
Robert H. Clymer, M.D. Fay H. Clymer Wyomissing, PA	USA	2,000	4%
Larry A. Rotenberg, M.D. Allison A. Rotenberg Wyomissing, PA	USA	2,000	4%
David E. Mann, Sr. Barbara W. Mann West Lawn, PA	USA	1,500	3%

NAME AND RESIDENCE OF STOCKHOLDER	CITIZENSHIP AND OFFICE HELD	INTEREST HELD PRIOR TO INVOLUNTARY TRANSFER OF CONTROL	
		Shares	%
Joanne V. Davis Wyomissing, PA	USA	1,500	3%
Albert R. Boscov Reading, PA	USA	1,000	2%
John R. Bower, Jr., M.D. Jill L. Bower Wyomissing, PA	USA	1,000	2%
Edward C. Fischer, M.D. Noni J. Fischer Reading, PA	USA	1,000	2%
Bernard R. Gerber Wyomissing, PA	USA	1,000	2%
Catherine Z. Morrow Sinking Spring, PA	USA	1,000	2%
Donald E. Stoudt, M.D. Mary Lu Stoudt West Lawn, PA	USA	500	1%
	TOTAL	<u>50,000</u>	<u>100%</u>

The stock of Reading Broadcasting, Inc., as debtor-in-possession, presently is held as follows:

NAME AND RESIDENCE OF STOCKHOLDER	CITIZENSHIP AND OFFICE HELD	INTEREST HELD	
		Shares	%
Henry N. Aurandt, M.D. Helen K. Aurandt Wernersville, PA	USA Director	18,000	36%
Robert A. Denby, M.D. West Lawn, PA	USA	5,000	10%

NAME AND RESIDENCE OF STOCKHOLDER	CITIZENSHIP AND OFFICE HELD	INTEREST HELD	
		Shares	%
Sergio Proserpi, M.D. Penelope P. Proserpi Reading, PA	USA	2,000	4%
Jack A. Linton Nancy A. Linton Reading, PA	USA Secretary/ Director	1,000	2%
Irvin Cohen Reading, PA	USA	4,000	8%
Roger N. Longenecker, M.D. L. Carole Longenecker Leesport, PA	USA	2,500	5%
Ralph H. Tietbohl, M.D. Sinking Spring, PA	USA	2,500	5%
Ted Verbinski, M.D. Patricia J. Verbinski Wyomissing, PA	USA	2,500	5%
Robert H. Clymer, M.D. Fay H. Clymer Wyomissing, PA	USA Director	2,000	4%
Larry A. Rotenberg, M.D. Allison A. Rotenberg Wyomissing, PA	USA	2,000	4%
David E. Mann, Sr. Barbara W. Mann West Lawn, PA	USA	1,500	3%
Joanne V. Davis Wyomissing, PA	USA	1,500	3%
Albert R. Boscov Reading, PA	USA	1,000	2%
John R. Bower, Jr., M.D. Jill L. Bower Wyomissing, PA	USA	1,000	2%
Edward C. Fischer, M.D. Noni J. Fischer Reading, PA	USA Director	1,000	2%

NAME AND RESIDENCE OF STOCKHOLDER	CITIZENSHIP AND OFFICE HELD	INTEREST HELD	
		Shares	%
Bernard R. Gerber Wyomissing, PA	USA	1,000	2%
Catherine Z. Morrow Sinking Spring, PA	USA	1,000	2%
Donald E. Stoudt, M.D. Mary Lu Stoudt West Lawn, PA	USA	500	1%
Micheal Parker Enumclaw, WA	USA President/ Director	0	0%
	TOTAL	<u>50,000</u>	<u>100%</u>

If the foregoing application is granted, the stock of Reading will be held as follows:

NAME AND RESIDENCE OF STOCKHOLDER	CITIZENSHIP AND OFFICE HELD	INTEREST TO BE HELD AFTER VOLUNTARY TRANSFER OF CONTROL	
		Shares	%
Henry N. Aurandt, M.D. Reading, PA	USA Director	74,678	18.71%
Robert A. Denby, M.D. West Lawn, PA	USA	19,922	4.99%
Sergio Proserpi, M.D. Reading, PA	USA	12,003	3.01%
Jack A. Linton Nancy A. Linton Reading, PA	USA Secretary/ Director	3,424	.86%
Irvin Cohen Reading, PA	USA	12,067	3.02%
Roger N. Longenecker, M.D. L. Carole Longenecker Leesport, PA	USA	15,413	3.86%

NAME AND RESIDENCE OF STOCKHOLDER	CITIZENSHIP AND OFFICE HELD	INTEREST TO BE HELD AFTER VOLUNTARY TRANSFER OF CONTROL	
		Shares	%
Ralph H. Tietbohl, M.D. West Lawn, PA	USA	14,683	3.68%
Patricia J. Verbinski Wyomissing, PA	USA	16,045	4.02%
Robert H. Clymer, M.D. Wyomissing, PA	USA Director	5,943	1.49%
Larry A. Rotenberg, M.D. Allison A. Rotenberg Wyomissing, PA	USA	5,038	1.26%
David E. Mann, Sr. Barbara W. Mann West Lawn, PA	USA	9,977	2.50%
Joanne V. Davis Wyomissing, PA	USA	3,507	.88%
Albert R. Boscov Reading, PA	USA	3,243	.81%
John R. Bower, Jr., M.D. Jill L. Bower Wyomissing, PA	USA	8,014	2.01%
Edward C. Fischer, M.D. Reading, PA	USA Director	12,121	3.04%
Bernard R. Gerber Wyomissing, PA	USA	3,424	.86%
Catherine Z. Morrow Shillington, PA	USA	5,333	1.34%
Donald E. Stoudt, M.D. Mary Lu Stoudt West Lawn, PA	USA	1,350	.34%
David L. Hyman Reading, PA	USA	2,071	.52%
Meyer Weiner Wyomissing Hills, PA	USA	3,618	.91%
George Pavloff La Canada Flintridge, CA	USA	6,812	1.71%

NAME AND RESIDENCE OF STOCKHOLDER	CITIZENSHIP AND OFFICE HELD	INTEREST TO BE HELD AFTER VOLUNTARY TRANSFER OF CONTROL	
		Shares	%
Ben F. Bowers Royersford, PA	USA	6,335	1.59%
Harvey L. Massey Longwood, FL	USA	4,905	1.23%
Al W. Busby Atlanta, GA	USA	2,725	.68%
Fred Hollingsworth St. John, WA	USA	2,725	.68%
Carol Anne Kasko Lititz, PA	USA	2,725	.68%
Ethlyn Muir Sequim, WA	USA	2,725	.68%
Hugh Morris Port Angeles, WA	USA	2,725	.68%
Paul Pavloff Atlanta, GA	USA	2,725	.68%
Harry Brueckman Jenkintown, PA	USA	1,362	.34%
John H. Gallen Reading, PA	USA	1,362	.34%
Helen Kirkpatrick Hershey, PA	USA	1,362	.34%
Barbara MacCallum Wyomissing, PA	USA	1,362	.34%
Martin Muir Sequim, WA	USA	1,362	.34%
Mark Norris George, WA	USA	1,362	.34%
Richard M. Palmer, Jr. Reading, PA	USA	1,362	.34%
Stella Pavloff-Bull Woodland Hills, CA	USA	1,362	.34%

NAME AND RESIDENCE OF STOCKHOLDER	CITIZENSHIP AND OFFICE HELD	INTEREST TO BE HELD AFTER VOLUNTARY TRANSFER OF CONTROL	
		Shares	%
Andolpho E. Rodriguez West Reading, PA	USA	1,362	.34%
Martin Wohlbruck Wyomissing Hills, PA	USA	1,362	.34%
Dolores Gallen Reading, PA	USA	681	.17%
Micheal Parker Enumclaw, WA	USA President/ Director	0	0%
Partel, Inc. Enumclaw, WA	Washington Corporation	118,467	29.69% ¹
	TOTAL	<u>399,044</u>	<u>100%</u>

A grant of the foregoing application to transfer control of WTVE from Reading Broadcasting, Inc., as debtor-in-possession, back to Reading will not result in a change in control or a substantial change in ownership of the corporation.

As the following chart demonstrates, a comparison of the stock interests held by Reading's stockholders prior to the involuntary transfer of control to the proposed new stock ownership of Reading, shows that the stockholders of Reading prior to bankruptcy will continue to own more than 50 percent (50%) of Reading's stock after the grant of the present application. Therefore, the same individuals who exercised

¹ Meridian Bank holds an option, which it may exercise at will, to purchase 24,941 shares of Reading's stock from Partel, Inc. for one dollar (\$1).

control of Reading prior to bankruptcy will control Reading following the grant of the instant application.

NAME OF STOCKHOLDER	INTEREST HELD	
	BEFORE TRANSFER	AFTER TRANSFER
Henry N. Aurandt, M.D.	36%	18.71%
Robert A. Denby, M.D.	10%	4.99%
Sergio Proserpi, M.D.	4%	3.01%
Jack A. Linton	2%	.86%
Nancy A. Linton		
Irvin Cohen	8%	3.02%
Roger N. Longenecker, M.D.	5%	3.86%
L. Carole Longenecker		
Ralph H. Tietbohl, M.D.	5%	3.68%
Patricia J. Verbinski	5%	4.02%
Robert H. Clymer, M.D.	4%	1.49%
Larry A. Rotenberg, M.D.	4%	1.26%
Allison A. Rotenberg		
David E. Mann, Sr.	3%	2.50%
Barbara W. Mann		
Joanne V. Davis	3%	.88%
Albert R. Boscov	2%	.81%
John R. Bower, Jr., M.D.	2%	2.01%
Jill L. Bower		
Edward C. Fischer, M.D.	2%	3.04%
Bernard R. Gerber	2%	.86%
Catherine Z. Morrow	2%	1.34%
Donald E. Stoudt, M.D.	1%	.34%
Mary Lu Stoudt		
TOTAL	<u>100%</u>	<u>56.68%</u>

APPLICATION FOR CONSENT
TO TRANSFER OF CONTROL
FCC FORM 316
ITEM 10

EXHIBIT 3

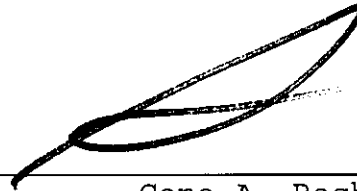
CERTIFICATE OF SERVICE

I certify that I have this 23rd day of July 1999 caused copies of the foregoing SUPPLEMENT TO PRELIMINARY MOTION OF ADAMS COMMUNICATIONS CORPORATION to be hand delivered to the offices of the following:

The Hon. Richard L. Sippel
Administrative Law Judge
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

James Shook, Esq.
Mass Media Bureau
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Thomas J. Hutton, Esq.
Holland & Knight, L.L.P.
Suite 400, 2100 Pennsylvania Avenue, N.W.
Washington, D.C. 20037]
Counsel for Reading Broadcasting, Inc.

A handwritten signature in black ink, appearing to read 'Gene A. Bechtel', is written over a horizontal line.

Gene A. Bechtel